

I, Trevor Stout, declare under penalty of perjury that the following is true and correct:

1. I am the CEO of Yap.TV, Inc. I have personal knowledge of the facts set forth in this declaration, or access to Yap.TV, Inc.'s ("Yap") corporate information and records allowing me to confirm these facts. If called as a witness, I could testify competently to these facts under oath.
2. Yap is headquartered in Los Altos, California, in the San Francisco Bay Area.
3. Yap has no operations, employees, or property in Texas.
4. Yap regularly conducts business in the San Francisco Bay Area and Silicon Valley.
5. The Yap products accused in the complaint in the above-referenced action incorporate Audible Magic technology accused in the complaint.
6. In December 2011, Yap entered into an agreement with Audible Magic, located in Los Gatos, California, for a trial period of Audible Magic's Content Identification Services. This is technology accused by Blue Spike in the instant action. The Content Identification Services provided to Yap were, at all times, managed by Audible Magic on its computer servers and in its network operations center in Los Gatos, California and San Jose, California.
7. Yap interacted with Audible Magic technical and business personnel in Los Gatos, California to obtain the agreement with Audible Magic and with regard to technical aspects of the Audible Magic technology.
8. During the trial period, Yap utilized or accessed servers, databases, and software located in and/or originating from Audible Magic in Los Gatos, California. Yap employees responsible for entering into the agreement with Audible Magic are located in Los Altos, California.

9. Yap had no access to, and no ability to alter, Audible Magic's proprietary source code used to run Audible Magic's Content Identification Services.

I declare under penalty of perjury under the laws of the United States of America that the foregoing facts are true and correct based on my own personal knowledge.

Executed on May 8, 2013 in Los Altos, CA


Trevor Stout